

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., <u>et al.</u> , <sup>1</sup>	)	Case No. 01-01139 (JKF)
	)	Jointly Administered
Debtors.	)	

Re: Docket Nos. 5450 and 5486

**DEBTORS' MOTION FOR LEAVE TO FILE  
DEBTORS' REPLY TO RESPONSE FILED BY DENNIS NELSON TO  
THE THIRD OMNIBUS OBJECTION TO CLAIMS (NON-SUBSTANTIVE)**

The above-captioned debtors and debtors in possession (collectively, the "Debtors") hereby request authority pursuant to Del.Bankr.LR 9006-1(d) to file a reply in further support of the *Debtors' Third Omnibus Objection to Claims* (the "Claim Objection") (Docket No. 5450) and in response to Dennis Nelson's letter response to the Claim Objection (the "Nelson Response") (Docket No. 5486), which are currently scheduled for hearing before the Court on July 19, 2004 at 12:00 p.m.

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Durex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Given the dollar amount of the claims at issue (each of the two claims that are the subject of the Claim Objection assert a claim of \$250 million), the Debtors seek authority to file their reply (the "Reply") to the Nelson Response to more clearly frame the bases of their objections to Mr. Nelson's claims and to articulate the controlling legal standards. The Debtors respectfully submit that the relief requested herein will not only benefit the Court in its review of the disputes before it in connection with Mr. Nelson's claims, but also Mr. Nelson, as he will have a better understanding as to why the Debtors are seeking to expunge his claims.

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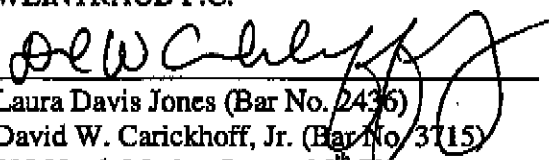
WHEREFORE, the Debtors respectfully request the entry of an Order granting it authority to file the Reply, a copy of which is attached hereto as Exhibit 1.

Dated: June 18, 2004

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\_\_\_\_\_  
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Co-Counsel for the Debtors and Debtors in Possession

SO ORDERED this 21<sup>st</sup> day  
of November, 2004

  
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The Honorable Judith K. Fitzgerald  
United States Bankruptcy Judge